

ROBERT S. MELONI, pursuant to 28 U.S.C. §1746, declares as follows:

2. I respectfully submit this declaration in support of the motion pursuant to Local Civil Rule 1.4 on behalf of Robert S. Meloni and Thomas P. McCaffrey of Meloni & McCaffrey, P.C. for leave to withdraw as counsel of record for Defendants, and for a stay of these proceedings until such time as Defendants retain substitute counsel.

3. To date, the only discovery that has occurred was the service of Rule 26(a) disclosures and the respective written discovery demands and responses by all of the parties to the action. Defendants also served Notices of Deposition of Plaintiffs Paula Deen Enterprises LLC and Deen

Brothers Enterprises LLC, as well as Third party defendant Artists Agency Inc. for depositions presently noticed to take place the week of October 4, 2010. Counsel for Plaintiffs and the Third Party Defendants notified Defendants' counsel that her clients are not able to attend any depositions in New York City that week, but said that they will be available the following week in Savannah, Georgia. No agreement has been reached as to the timing or venue of these depositions.

4. There are no hearings scheduled on this matter and no discovery has commenced apart from that set forth above. A trial date has not been set.

5. There exist satisfactory reasons for withdrawal. There has been a breakdown of attorney-client relationship and pervasive personality conflicts, rendering it no longer possible for counsel to render effective assistance in this matter to Defendants.

6. Defendants and counsel have encountered fundamental disagreements about the manner in which counsel is expected to discharge their responsibilities as counsel of record in this action. There has also been a fundamental breakdown of the trust and confidence required to maintain a working attorney-client relationship. I am prepared to address the specific reasons for this break down in detail *in camera*, if requested by the court. However, I cannot disclose those reasons in this Declaration on the grounds that they involve confidential communications.

7. As a result, on Friday, September 17, 2010, I advised Defendants that they should seek substitute counsel and that our law firm would have to withdraw from the case.

8. It is respectfully submitted that neither Defendants nor the other parties to this litigation will be prejudiced by the granting of this application. This action is in its early stages, and there are no imminent deadlines to complete discovery or other pretrial matters.

9. It is respectfully submitted that the within application be granted.

10. I declare under penalty of perjury that the foregoing is true and correct.



Robert S. Meloni

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

PAULA DEEN ENTERPRISES, LLC and
DEEN BROTHERS ENTERPRISES, LLC,

Plaintiffs,

-against-

CELEBRITY CHEFS TOUR, LLC and
PROMARK PRODUCTIONS, LLC,

Defendants

Civil Action No. No. 10 CV 1529(AKH)

CERTIFICATE OF SERVICE

The undersigned hereby certifies that he served a true and correct copy of the annexed **NOTICE OF MOTION, MEMORANDUM OF LAW, AND DECLARATION OF ROBERT S. MELONI IN SUPPORT OF MOTION FOR ORDER GRANTING COUNSEL FOR CELEBRITY CHEFS TOUR, LLC AND PROMARK PRODUCTIONS, LLC LEAVE TO WITHDRAW** on the 20th day of September 2010 by Email (PDF copy) and by depositing a true and correct copy thereof, enclosed in a wrapper addressed as shown below, into the exclusive care and custody of Federal Express for overnight delivery, prior to the latest time designated by that service for overnight delivery to the following person(s):

- (1) Celebrity Chefs Tours LLC, *Defendant/Counterclaimant and Third Party Plaintiff*
1441 Cottontail Lane
La Jolla, CA 92037
Email: gravet@promarkproductions.com
- (2) Promark Productions LLC, *Defendant*
1441 Cottontail Lane
La Jolla, CA 92037
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65 East 55th Street
New York, NY 10022
Attorneys for Plaintiff/Counter-Defendants and Third-Party Defendants



Robert S. Meloni

Dated: September 20, 2010